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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 07/01/11 **, and ending** 06/30/12

Name of foundation
WILLIAM MCCARROLL TUW
FBO PENNYROYAL AREA MUSEUM

A Employer identification number
61-1280844

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 1570

Room/suite

B Telephone number (see instructions)
270-881-1719

City or town, state, and ZIP code
HOPKINSVILLE KY 42241

C If exemption application is pending check here ◆ ☐

D 1 Foreign organizations, check here ◆ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ◆ ☐

E If private foundation status was terminated under section 507(b)(1)(A) check here ◆ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ◆ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☐ Section 501(c)(3) exempt private foundation
☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ◆ $ 2,718,620

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ◆ ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	22,997	19,710		
	4	Dividends and interest from securities	56,168	56,168		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	39,417			
	b	Gross sales price for all assets on line 6a 449,180				
	7	Capital gain net income (from Part IV, line 2)		5,619		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	118,582	81,497	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	11,998	11,998		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 2	1,600			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 3	953			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,551	11,998	0	0
	25	Contributions, gifts, grants paid	137,098			137,098
	26	**Total expenses and disbursements.** Add lines 24 and 25	151,649	11,998	0	137,098
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-33,067			
	b	**Net investment income** (if negative, enter -0-)		69,499		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	519	640	640
	2	Savings and temporary cash investments	517,046	401,968	404,306
	3	Accounts receivable ◆			
		Less allowance for doubtful accounts ◆			
	4	Pledges receivable ◆			
		Less allowance for doubtful accounts ◆			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att schedule) ◆			
		Less allowance for doubtful accounts ◆ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule) Stmt 4	329,013	235,984	240,528
	b	Investments—corporate stock (attach schedule) See Stmt 5	1,584,190	1,758,778	1,969,151
	c	Investments—corporate bonds (attach schedule) See Stmt 6	103,091	103,091	103,995
	11	Investments—land, buildings, and equipment basis ◆			
		Less accumulated depreciation (attach sch) ◆			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ◆			
		Less accumulated depreciation (attach sch) ◆			
	15	Other assets (describe ◆)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,533,859	2,500,461	2,718,620
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ◆)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ◆ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	2,533,859	2,500,461	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ◆ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,533,859	2,500,461	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,533,859	2,500,461	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,533,859
2	Enter amount from Part I, line 27a	2	-33,067
3	Other increases not included in line 2 (itemize) ◆	3	
4	Add lines 1, 2, and 3	4	2,500,792
5	Decreases not included in line 2 (itemize) ◆ See Statement 7	5	331
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,500,461

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo day, yr)	(d) Date sold (mo , day, yr)
1a	PLANTERS BANK			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,619			5,619
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j) if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				5,619
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } — 2 — 5,619

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 — 3 —

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	129,132	2,760,451	0.046779
2009	145,000	2,632,834	0.055074
2008	152,247	2,893,671	0.052614
2007	149,462	3,147,056	0.047493
2006	148,550	3,156,160	0.047067

2 **Total** of line 1, column (d)	2	0.249027
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049805
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,687,014
5 Multiply line 4 by line 3	5	133,827
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	695
7 Add lines 5 and 6	7	134,522
8 Enter qualifying distributions from Part XII, line 4	8	137,098

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

DAA

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ◆ ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ◆ [X] and enter 1% of Part I, line 27b	1	695
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	695
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	695
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	10
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ◆	9	705
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ◆	10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ◆ Refunded ◆	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ◆ $ ______ **(2)** On foundation managers ◆ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ◆ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ◆ KY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ◆ WWW.HOPTOWN.ORG/MUSEUM

14 The books are in care of ◆ PLANTERS BANK TRUST Telephone no ◆ 270-881-1719
P.O. BOX 1570
Located at ◆ HOPKINSVILLE KY ZIP+4 ◆ 42240

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ◆ [X]
and enter the amount of tax-exempt interest received or accrued during the year ◆ 15 3,287

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ◆			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	[ ] Yes [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	[ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	[ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	[ ] Yes [X] No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	[ ] Yes [X] No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	[ ] Yes [X] No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	◆ [ ]			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ◆ 20 , 20 , 20 , 20	[ ] Yes [X] No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ◆ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	[ ] Yes [X] No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ◆ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address		(b) Title, and average hours per week devoted to position	(c) Compensation **(If not paid, enter -0-)**	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PLANTERS BANK PO BOX 1570	HOPKINSVILLE KY 42241	TRUSTEE 5 00	11,998	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50 000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ◆		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	2,642,002
b	Average of monthly cash balances			1b	85,931
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	2,727,933
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	2,727,933
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)			4	40,919
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	2,687,014
6	**Minimum investment return.** Enter 5% of line 5			6	134,351

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ◆ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	134,351
2a	Tax on investment income for 2011 from Part VI, line 5	2a	695		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	695
3	Distributable amount before adjustments Subtract line 2c from line 1			3	133,656
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	133,656
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	133,656

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	137,098
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	137,098
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	695
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	136,403

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				133,656
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			137,097	
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ◆ $ 137,098				
a Applied to 2010, but not more than line 2a			137,097	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				1
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				133,655
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ◆

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ◆ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

N/A

b The form in which applications should be submitted and information and materials they should include

N/A

c Any submission deadlines

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
PENNYROYAL AREA MUSEUM 217 EAST 9TH STREET HOPKINSVILLE KY 42240	NONE		CITY-CO MUSEUM - AGENCY ACTIVITIES	137,098
Total			◆ 3a	137,098
b Approved for future payment N/A				
Total			◆ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	22,997	
4 Dividends and interest from securities			14	56,168	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	39,417	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		118,582	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 118,582

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ❑	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	N/A - INVESTMENT INCOME ONLY, USED FOR BENEVOLENCE.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Planters Bank By: Scott C. Hancock | 8/9/12 | TRUST OFFICER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Chris Johns, CPA	Chris Johns, CPA	07/31/12	
Firm's name ◆ Thurman Campbell Group, PLC		PTIN	P00970108
Firm's address ◆ 117 West Ninth Street Hopkinsville, KY 42240-2139		Firm's EIN ◆	26-3683574
		Phone no	270-885-8481

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold (Description)	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
SEE ATTACHED -S/T CAPITAL GAINS	Various	Various	Purchase	$ 166,543	$ 166,310	$	$	$ 233
SEE ATTACHED -L/T CAPITAL GAINS	Various	Various	Purchase	277,018	243,453			33,565
Total				$ 443,561	$ 409,763	$ 0	$ 0	$ 33,798

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	$ 1,600	$	$	$
Total	$ 1,600	$ 0	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX ON INVESTMENT INCOME	$ 953	$	$	$
Total	$ 953	$ 0	$ 0	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US GOVT AGENCIES	$ 150,000	$ 80,000	Cost	$ 80,037
STATE AGENCIES	179,013	155,984	Cost	160,491
Total	$ 329,013	$ 235,984		$ 240,528

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCKS	$ 895,474	$ 958,990	Cost	$ 1,085,079
MUTUAL FUNDS	688,716	799,788	Cost	884,072
Total	$ 1,584,190	$ 1,758,778		$ 1,969,151

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	$ 103,091	$ 103,091	Cost	$ 103,995
Total	$ 103,091	$ 103,091		$ 103,995

Federal Statements

Statement 7 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
LEDGER ADJUSTMENTS	$ 331
Total	$ 331

WILLIAM MCCARROLL TUW FBO PENNYROYAL AREA MUSEUM

Account #: 11113711 Tax Worksheet:From 7/1/2011 to 6/30/2012

Trust Category	Charitable Trust	Admin Officer.	Scott Hancock
Dates Open	9/20/2004 to Present	Invest Officer	
Trust Year End	December	Tax State	
Date Printed	07/05/2012	Tax ID	61-1280844

Capital Gains and Losses

Individual Transactions

Short-Term

	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Wash Sale Cost Adjustment	Gain/Loss	Description of Transaction
Federated Total Return Bond Fund #288	31428Q507	1,334 551000	04/01/2011	09/01/2011	153	0 00	15,187 19	-14,950 43	0 00	236 76	Automatically Generated Sale
Vanguard Fixed Income Short-term Bond Fund #0039	922031406	1,596 623000	04/01/2011	09/01/2011	153	0 00	17,131 77	-17,131 76	0 00	0 01	Automatically Generated Sale
Vanguard Short Term Portfolio Fund #0132	921937207	720 554000	04/01/2011	09/01/2011	153	0 00	7,724 34	-7,573 02	0 00	151 32	Automatically Generated Sale
Federal National Mortgage Association 2 35% Due 06/02/16	3136FRNB5	50,000 000000	05/12/2011	12/02/2011	204	0 00	50,000 00	-50,000 00	0 00	0 00	Bond Called
Federal Farm Credit Bank 1 85% Due 06/05/2017	31331KZ86	50,000 000000	11/29/2011	03/05/2012	97	0 00	50,000 00	-50,000 00	0 00	0 00	Bond Called
American Indep US Infl-Idx Cl I	30242R824	651 607000	09/01/2011	06/28/2012	301	0 00	7,500 00	-7,539 09	0 00	-39 09	Sold $7,500 00 @ $11 5100
Commerce Short Term Government Cl I	200626109	497 238000	09/01/2011	06/28/2012	301	0 00	9,000 00	-9,084 54	0 00	-84 54	Sold $9,000 00 @ $18 1000
DWS GNMA Cl S	23337P209	322 373000	09/01/2011	06/28/2012	301	0 00	5,000 00	-5,077 37	0 00	-77 37	Sold $5,000 00 @ $15 5100
Payden GNMA	704329473	462 963000	09/01/2011	06/28/2012	301	0 00	5,000 00	-4,953 71	0 00	46 29	Sold $5,000 00 @ $10 8000
				Short-Term Total		0 00	166,543 30	-166,309.92	0 00	233 38	

Long-Term

	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Wash Sale Cost Adjustment	Gain/Loss	Description of Transaction
Halliburton Common	406216101	270 000000	05/02/2007	07/29/2011	1,549	0 00	14,789 95	-8,650 80	0 00	6,139 15	Sold 270 shares @ $54 8527
Procter & Gamble Common	742718109	150 000000	02/24/2005	09/01/2011	2,380	0 00	9,481 23	-8,073 00	0 00	1,408 23	Sold 150 shares @ $63 3427
Vanguard Consumer Discretionary ETF	92204A108	71 000000	11/27/2007	02/16/2012	1,542	0 00	4,858 89	-3,837 12	0 00	1,021 77	Sold 71 shares @ $68 4900
Vanguard Consumer Discretionary ETF	92204A108	90 000000	12/13/2007	02/16/2012	1,526	0 00	6,159 16	-4,951 47	0 00	1,207 69	Sold 90 shares @ $68 4900
Vanguard Consumer Staples ETF	92204A207	24 000000	03/05/2008	02/16/2012	1,443	0 00	1,992 92	-1,628 87	0 00	364 05	Sold 24 shares @ $83 0800

Planters Bank TRUST SERVICES

WILLIAM MCCARROLL TUW FBO PENNYROYAL AREA MUSEUM

Account #: 1[illegible]3711 — Tax Worksheet: From 7/1/2011 to 6/30/2012

Trust Category:	Charitable Trust	Admin Officer	Scott Hancock
Dates Open:	9/20/2004 to Present	Invest Officer.	
Trust Year End:	December	Tax State:	
Date Printed:	07/05/2012	Tax ID:	61-1280844

Capital Gains and Losses

Individual Transactions

Long-Term

	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Wash Sale Cost Adjustment	Gain/Loss	Description of Transaction
Vanguard Consumer Staples ETF	92204A207	22.000000	03/17/2008	02/16/2012	1,431	0.00	1,826.85	-1,455.06	0.00	371.79	Sold 22 shares @ $83.0800
Vanguard Consumer Staples ETF	92204A207	26.000000	04/02/2008	02/16/2012	1,415	0.00	2,158.99	-1,807.52	0.00	351.47	Sold 26 shares @ $83.0800
Vanguard Consumer Staples ETF	92204A207	26.000000	04/15/2008	02/16/2012	1,402	0.00	2,158.99	-1,787.19	0.00	371.80	Sold 26 shares @ $83.0800
Vanguard Consumer Staples ETF	92204A207	11.000000	05/05/2008	02/16/2012	1,382	0.00	913.42	-761.20	0.00	152.22	Sold 11 shares @ $83.0800
Vanguard Energy ETF	92204A306	8.000000	04/02/2008	02/16/2012	1,415	0.00	869.99	-886.03	0.00	-16.04	Sold 8 shares @ $108.8000
Vanguard Energy ETF	92204A306	20.000000	04/15/2008	02/16/2012	1,402	0.00	2,174.98	-2,306.35	0.00	-131.37	Sold 20 shares @ $108.8000
Vanguard Energy ETF	92204A306	19.000000	05/05/2008	02/16/2012	1,382	0.00	2,066.22	-2,278.05	0.00	-211.83	Sold 19 shares @ $108.8000
Vanguard Energy ETF	92204A306	18.000000	05/15/2008	02/16/2012	1,372	0.00	1,957.47	-2,235.63	0.00	-278.16	Sold 18 shares @ $108.8000
Vanguard Energy ETF	92204A306	52.000000	10/01/2008	02/16/2012	1,233	0.00	5,654.93	-4,800.20	0.00	854.73	Sold 52 shares @ $108.8000
Vanguard Energy ETF	92204A306	22.000000	10/15/2008	02/16/2012	1,219	0.00	2,392.48	-1,506.30	0.00	886.18	Sold 22 shares @ $108.8000
Vanguard Financials ETF	92204A405	15.000000	04/02/2008	02/16/2012	1,415	0.00	462.89	-735.45	0.00	-272.56	Sold 15 shares @ $30.8900
Vanguard Financials ETF	92204A405	61.000000	04/15/2008	02/16/2012	1,402	0.00	1,882.42	-2,777.94	0.00	-895.52	Sold 61 shares @ $30.8900
Vanguard Financials ETF	92204A405	59.000000	05/05/2008	02/16/2012	1,382	0.00	1,820.71	-2,938.20	0.00	-1,117.49	Sold 59 shares @ $30.8900
Vanguard Financials ETF	92204A405	61.000000	05/15/2008	02/16/2012	1,372	0.00	1,882.42	-2,952.40	0.00	-1,069.98	Sold 61 shares @ $30.8900
Vanguard Financials ETF	92204A405	142.000000	10/01/2008	02/16/2012	1,233	0.00	4,382.04	-5,692.78	0.00	-1,310.74	Sold 142 shares @ $30.8900
Vanguard Financials ETF	92204A405	23.000000	10/15/2008	02/16/2012	1,219	0.00	709.77	-741.29	0.00	-31.52	Sold 23 shares @ $30.8900
Vanguard Healthcare ETF	92204A504	8.000000	03/05/2008	02/16/2012	1,443	0.00	520.79	-450.13	0.00	70.66	Sold 8 shares @ $65.1300
Vanguard Healthcare ETF	92204A504	53.000000	03/17/2008	02/16/2012	1,431	0.00	3,450.23	-2,792.85	0.00	657.38	Sold 53 shares @ $65.1300
Vanguard Healthcare ETF	92204A504	44.000000	04/02/2008	02/16/2012	1,415	0.00	2,864.34	-2,407.52	0.00	456.82	Sold 44 shares @ $65.1300
Vanguard Healthcare ETF	92204A504	43.000000	04/15/2008	02/16/2012	1,402	0.00	2,799.25	-2,327.59	0.00	471.66	Sold 43 shares @ $65.1300
Vanguard Healthcare ETF	92204A504	40.000000	05/05/2008	02/16/2012	1,382	0.00	2,603.95	-2,202.74	0.00	401.21	Sold 40 shares @ $65.1300
Vanguard Healthcare ETF	92204A504	28.000000	05/15/2008	02/16/2012	1,372	0.00	1,822.77	-1,531.10	0.00	291.67	Sold 28 shares @ $65.1300
Vanguard Industrials ETF	92204A603	45.000000	11/27/2007	02/16/2012	1,542	0.00	3,086.54	-3,252.33	0.00	-165.79	Sold 45 shares @ $68.6212
Vanguard Industrials ETF	92204A603	63.000000	12/13/2007	02/16/2012	1,526	0.00	4,321.17	-4,716.78	0.00	-395.61	Sold 63 shares @ $68.6212

WILLIAM MCCARROLL TUW FBO PENNYROYAL AREA MUSEUM

Account #: 11113711 | Tax Worksheet:From 7/1/2011 to 6/30/2012

Trust Category: Charitable Trust
Dates Open: 9/20/2004 to Present
Trust Year End: December
Date Printed: 07/05/2012

Admin Officer: Scott Hancock
Invest Officer:
Tax State:
Tax ID: 61-1280844

Capital Gains and Losses

Individual Transactions

Long-Term

	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Wash Sale Cost Adjustment	Gain/Loss	Description of Transaction
Vanguard Industrials ETF	92204A603	29 000000	03/05/2008	02/16/2012	1,443	0 00	1,989 11	-1,987 48	0 00	1 63	Sold 29 shares @ $68 6212
Vanguard Industrials ETF	92204A603	10 000000	03/17/2008	02/16/2012	1,431	0 00	685 90	-661 66	0 00	24 24	Sold 10 shares @ $68 6212
Vanguard Information Technology ETF	92204A702	13 000000	12/13/2007	02/16/2012	1,526	0 00	912 71	-789 63	0 00	123 08	Sold 13 shares @ $70 2400
Vanguard Information Technology ETF	92204A702	55 000000	03/05/2008	02/16/2012	1,443	0 00	3,861 48	-2,811 34	0 00	1,050 14	Sold 55 shares @ $70 2400
Vanguard Information Technology ETF	92204A702	47 000000	03/17/2008	02/16/2012	1,431	0 00	3,299 81	-2,332 16	0 00	967 65	Sold 47 shares @ $70 2400
Vanguard Information Technology ETF	92204A702	50 000000	04/02/2008	02/16/2012	1,415	0 00	3,510 43	-2,627 95	0 00	882 48	Sold 50 shares @ $70 2400
Vanguard Information Technology ETF	92204A702	50 000000	04/15/2008	02/16/2012	1,402	0 00	3,510 43	-2,549 41	0 00	961 02	Sold 50 shares @ $70 2400
Vanguard Information Technology ETF	92204A702	47 000000	05/05/2008	02/16/2012	1,382	0 00	3,299 81	-2,634 36	0 00	665 45	Sold 47 shares @ $70 2400
Vanguard Information Technology ETF	92204A702	41 000000	05/15/2008	02/16/2012	1,372	0 00	2,878 55	-2,361 14	0 00	517 41	Sold 41 shares @ $70 2400
Vanguard Materials ETF	92204A801	19 000000	11/27/2007	02/16/2012	1,542	0 00	1,567 32	-1,570 77	0 00	-3 45	Sold 19 shares @ $82 6300
Vanguard Materials ETF	92204A801	19 000000	12/13/2007	02/16/2012	1,526	0 00	1,567 32	-1,702 29	0 00	-134 97	Sold 19 shares @ $82 6300
Vanguard Materials ETF	92204A801	3 000000	03/05/2008	02/16/2012	1,443	0 00	247 48	-265 48	0 00	-18 00	Sold 3 shares @ $82 6300
Vanguard Materials ETF	92204A801	6 000000	03/17/2008	02/16/2012	1,431	0 00	494 94	-512 51	0 00	-17 57	Sold 6 shares @ $82 6300
Vanguard Materials ETF	92204A801	7 000000	04/02/2008	02/16/2012	1,415	0 00	577 44	-615 85	0 00	-38 41	Sold 7 shares @ $82 6300
Vanguard Materials ETF	92204A801	7 000000	04/15/2008	02/16/2012	1,402	0 00	577 44	-627 10	0 00	-49 66	Sold 7 shares @ $82 6300
Vanguard Materials ETF	92204A801	7 000000	05/05/2008	02/16/2012	1,382	0 00	577 44	-642 13	0 00	-64 69	Sold 7 shares @ $82 6300
Vanguard Materials ETF	92204A801	5 000000	05/15/2008	02/16/2012	1,372	0 00	412 45	-481 38	0 00	-68 93	Sold 5 shares @ $82 6300
Vanguard Telecommunications ETF	92204A884	11 000000	11/27/2007	02/16/2012	1,542	0 00	704 69	-818 27	0 00	-113 58	Sold 11 shares @ $64 4300

Planters Bank TRUST SERVICES

WILLIAM MCCARROLL TUW FBO PENNYROYAL AREA MUSEUM

Account: 11[illegible]3711 Tax Worksheet:From 7/1/2011 to 6/30/2012

Trust Category:	Chantable Trust	Admin Officer:	Scott Hancock
Dates Open	9/20/2004 to Present	Invest Officer:	
Trust Year End:	December	Tax State:	
Date Printed	07/05/2012	Tax ID:	61-1280844

Capital Gains and Losses

Individual Transactions

Long-Term

	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Wash Sale Cost Adjustment	Gain/Loss	Description of Transaction
Vanguard Telecommunications ETF	92204A884	4 000000	12/13/2007	02/16/2012	1,526	0 00	256 25	-309 18	0 00	-52 93	Sold 4 shares @ $64 4300
Vanguard Utilities ETF	92204A876	19 000000	11/27/2007	02/16/2012	1,542	0 00	1,423 07	-1,654 91	0 00	-231 84	Sold 19 shares @ $75 0900
Vanguard Utilities ETF	92204A876	7 000000	12/13/2007	02/16/2012	1,526	0 00	524 29	-627 41	0 00	-103 12	Sold 7 shares @ $75 0900
Federal Farm Credit Bank 2 54% Due 03/30/2016	31331KGH7	50,000 000000	03/28/2011	03/30/2012	368	0 00	50,000 00	-50,000 00	0 00	0 00	Bond Called
Federal National Mortgage Association 2 25% Due 05/25/16	3136FRLF8	50,000 000000	05/05/2011	05/25/2012	386	0 00	50,000 00	-50,000 00	0 00	0 00	Bond Called
Abbott Labs Common	002824100	100 000000	01/06/1991	06/07/2012	7,823	0 00	6,109 86	-953 97	0 00	5,155 89	Sold 100 shares @ $61 2500
American Express Common	025816109	110 000000	01/13/1992	06/07/2012	7,451	0 00	6,092 06	-629 76	0 00	5,462 30	Sold 110 shares @ $55 5200
Automatic Data Processing Inc Common	053015103	124 000000	01/28/2003	06/07/2012	3,418	0 00	6,605 33	-3,441 90	0 00	3,163 43	Sold 124 shares @ $53 3900
Automatic Data Processing Inc Common	053015103	1 000000	04/01/2003	06/07/2012	3,355	0 00	53 27	-24 91	0 00	28 36	Sold 1 shares @ $53 3900
International Business Machines	459200101	50 000000	12/10/2002	06/07/2012	3,467	0 00	9,713 78	-4,018 50	0 00	5,695 28	Sold 50 shares @ $194 5800
Federated Total Return Bond Fund #288	31428Q507	436 681250	04/01/2011	06/28/2012	454	0 00	5,000 00	-4,891 96	0 00	108 04	Sold $5,000 00 @ $11 4500
Vanguard Fixed Income Short-term Bond Fund #0039	922031406	267 310000	04/01/2011	06/28/2012	454	0 00	2,873 58	-2,868 24	0 00	5 34	Sold $2,873 58 @ $10 7500
Vanguard Fixed Income Short-term Bond Fund #0039	922031406	523 387000	05/16/2011	06/28/2012	409	0 00	5,626 42	-5,647 34	0 00	-20 92	Sold $5,626 42 @ $10 7500
Vanguard Short Term Portfolio Fund #0132	921937207	706 658000	04/01/2011	06/28/2012	454	0 00	7,511 77	-7,426 98	0 00	84 79	Sold $7,511 77 @ $10 6300
Vanguard Short Term Portfolio Fund #0132	921937207	234 076000	05/16/2011	06/28/2012	409	0 00	2,488 23	-2,483 55	0 00	4 68	Sold $2,488 23 @ $10 6300
				Long-Term Total		0 00	277,018 42	-243,453 41	0 00	33,565 01	
				Individual Transactions Total		0 00	443,561 72	-409,763 33	0 00	33,798 39	